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July 17, 1997

Mr. Ralph Rothchild
Volt Delta Resources, Inc.
1221 Avenue of the Americas
New York, New York 10020

Dear Ralph,

I am writing in response to your conversation with Gary Price on July 3rd

ISAM are products that can be sold as added features to telecommunication technology. As such, these products directly improve the performance of any telecommunication network.

ISAM

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individual operator performance to customer service. It is my experience that senior management in every industry is increasingly willing to invest in productivity tools that improve customer service and service quality. However, while management is willing to invest in better customer service tools, managers expect that such tools be customized and not "off the shelf" or cookie-cutter products. USADA has created a framework for tying individual operator performance to customer satisfaction and this framework can be adjusted to meet the needs of management in any industry. Thus, ISAM [REDACTED] are transferable to other industries. By linking network technology to individual performance, the Stuart system provides managers with a powerful performance tool that is far more valuable to a firm when evaluated as a integrated system rather than a group of isolated and independent tools.

The cost savings realized from ISAM

ISAM

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[REDACTED]

I hope that this letter clarifies a few issues that are raised by your concerns. USADA still wishes to develop a partnership with VDR. It is my belief that the next step is to meet with your Board to discuss this opportunity. I suggest that a date be set soon. USADA is prepared to act quickly to develop what it believes are its competitive advantages in the call center business and our interest in a strategic alliance is set within the same time frame.

We will follow-up with a telephone call in the next few days to set a date for our meeting.

Sincerely,



Bob Stuart